



REF: SEC/STK/2021

March 29, 2021

The General Manager – Listing,
National Stock Exchange of India Ltd
Plot No. C/1, G Block,
Bandra – Kurla Complex,
Bandra (E), MUMBAI – 400 051
Tel No- 022-26598235

The Manager Listing,
BSE Ltd.,
Floor 25, P.J. Towers,
Dalal Street,
MUMBAI – 400 001
PH: 022-22721234

Dear Sir/Madam,

Subject: Submission of results of voting by Postal Ballot as per regulation 44(3) of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015

Further to our letter dated February 26th, 2021, we wish to inform you that the members of the Company have approved all the resolutions proposed in the Postal Ballot Notice dated February 9th, 2021 with requisite majority. The details of the voting results are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A certified copy of the Scrutinizer Report is also attached. You are requested to take the above information on record.

The above information is also being uploaded on the Company's website: www.vsttractors.com

Thanking you,

Yours truly,
for V.S.T Tillers Tractors Ltd.,


Chinmaya Khatua
Company Secretary.



Encl: a.a.



V.S.T. TILLERS TRACTORS LTD.



Regd. Office : Plot No.1, Dyavasandra Indl. Layout, Whitefield Road, Bengaluru - 560048, Karnataka, India.

Phone: 91-80-67141111, Toll Free:18004190136, E-mail: vstgen@vsttillers.com, www.vsttillers.com

CIN: L34101KA1967PLC001706



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FORM No. MGT-13

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Scrutinizer report

The Chairman
VST TILLERS TRACTORS LIMITED
Plot No. 1, Dyavasandra Indl. Layout Whitefield Road,
Mahadevapura Post, Bangalore, Karnataka
560048 India

Dear Sir,

Sub: Scrutinizer's Report on voting results of postal ballot conducted in pursuant to the provisions of Section 110 of the Companies Act, 2013 (the Act) read with Rule 20 and Rule 22 of the Companies (Management and administration) Rules, 2014

1. I, Thirupal Gorige, Practicing Company Secretary, Partner of M/s Thirupal Gorige & Associates LLP, having office at No. 87, 2nd Floor, 21st Cross, 7th Main, N.S. Palya, BTM 2nd Stage, Bengaluru-560076, Karnataka, India, have been appointed as scrutinizer by the board of directors of M/s VST TILLERS TRACTORS LIMITED (the Company), for scrutinizing postal ballot, which was conducted through electronic voting process in respect of the resolutions contained in the Notice dated February 09, 2021, in a fair and transparent manner and ascertaining the requisite majority on e-voting on the resolutions as set-out in the notice of Postal Ballot, pursuant to section 110 of the Companies Act, 2013 (The Act) read with Rule 20 and 22 of the Companies (Management and administration) Rules, and in terms of the General Circular No.14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April 2020 the General Circular No. 22/2020 dated June 15, 2020 the General Circular No.33/2020 dated September 28, 2020 and the General Circular No. 39/2020 dated December 31, 2020 (the "MCA Circulars"), issued by the Ministry of Corporate Affairs, Government of India (the "MCA"), SEBI Circulars dated 12th May 2020 and 15th January 2021 (the "SEBI Circulars") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ["SEBI Listing Regulations"] 2014.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the rules relating to e-voting and postal ballot on the resolution contained in the notice of the postal ballot dated February 09, 2021. My responsibility as a scrutinizer for the voting process through electronic means and



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postal ballot is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated for the e-voting system of Central Depository Services Limited ("CDSL") and reports by M/s Integrated Enterprises (India) Limited, Bangalore, the agencies engaged by the Company for providing e-voting/ postal ballot facilities.

3. I submit my report as under:

- (a) Pursuant to MCA Circulars, which inter-alia permitted to send the documents only through electronic mode for General Meeting and postal ballot and SEBI Circulars the Company has sent Postal Ballot notice(s) to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on the "Cut-off date" i.e. on close of business hours on Friday, February 19, 2021 and whose e-mail IDs were available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member.
- (b) Pursuant to MCA circulars, the Members of the Company holding equity shares, as on the "cut-off date" were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated February 09, 2021, through remote e- voting only.
- (c) The remote e-voting period commenced from Saturday, February 27, 2021 at 09.00 A.M. (IST) and ended on Sunday, March 28, 2021 at 5.00 P.M. (IST) at the e-voting Platform on the designated website of CDSL. E-voting facility was blocked forthwith thereafter.
- (d) The result of electronic voting was downloaded on Sunday, March 28, 2021 at 08.46 PM from CDSL Website providing the platform for e-voting system (<https://www.evotingindia.com>) and were unblocked in presence of two witness namely Ms. Ganavi R resident of No. 125/1, Huskuru, Huskur Gate, Bangalore - 560099 and Mr. Shivanand RK resident of House No.27, Audugodi Police Quarters, Bangalore -560030 who are not in the employment of the Company.
- (e) Due to COVID-19 pandemic, physical ballot papers were not dispatched and provisions of MCA Circulars were adhered. Therefore, neither the Company nor I have received any postal ballot(s) and since there was no voting by physical postal ballot, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
- (f) Since the voting on Postal Ballot process was conducted only through e-voting, reporting on findings of defaced or mutilated ballot paper and number of postal ballot forms returned undelivered does not arise.

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(g) Votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as on the "cut-off date".

(h) The Consolidated summary of the votes casted through e-voting (EVSIN: 210224007) is as follows:

A. Special Business

1) Resolution No.1. (Special Resolution)

To consider Continuation of Mr. V P Mahendra (DIN: 00033270), as a Non-Executive Director and Vice Chairman of the Company.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	84	5646402	94.21
Total	84	5646402	94.21

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	25	346749	5.79
Total	25	346749	5.79

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

2) Resolution No. 2 - (Ordinary Resolution)

Appointment of Mr. V. T. Ravindra (DIN: 00396156) as Managing Director of the Company.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members	Number of	% of total number
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	voted	votes cast by them	of valid votes cast
Remote e-voting	105	5606895	100
Total	105	5606895	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	6	0
Total	2	6	0

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

- The proposed resolutions have therefore been approved by the shareholders of the Company with requisite majority.
- You may accordingly declare the voting result of postal ballot.
- The e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and sign the minutes of postal ballot and e-voting.

Thanking you,
Yours Faithfully

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Thirupal Gorige
Practicing Company Secretary
FCS 6680, CP No. 6424

Place: Bangalore
Dated: 29th March 2021

Received the report of the Scrutinizer
For VST TILLERS TRACTORS LIMITED



Home

Validate

Resolution (1)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Continuation of Mr. V. P. Mahendra (DIN: 00033270), as a Non-Executive Director & Vice Chairman of the Company, liable to retire by rotation.			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4731790	4478665	94.6505	4478665	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4731790	4478665	94.6505	4478665	0	100.0000	0.0000
Public-Institutions	E-Voting	1584301	1511699	95.4174	1164956	346743	77.0627	22.9373
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1584301	1511699	95.4174	1164956	346743	77.0627	22.9373
Public- Non Institutions	E-Voting	2323437	2787	0.1200	2781	6	99.7847	0.2153
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2323437	2787	0.1200	2781	6	99.7847	0.2153
Total		8639528	5993151	69.3690	5646402	346749	94.2142	5.7858
Whether resolution is Pass or Not:							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Validate

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. V. T. Ravindra (DIN: 00396156), as Managing Director of the Company .				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4731790	4478665	94.6505	4478665	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4731790	4478665	94.6505	4478665	0	100.0000	0.0000
Public- Institutions	E-Voting	1584301	1125449	71.0376	1125449	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1584301	1125449	71.0376	1125449	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2323437	2787	0.1200	2781	6	99.7847	0.2153
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2323437	2787	0.1200	2781	6	99.7847	0.2153
Total		8639528	5606901	64.8982	5606895	6	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

